

Exhibit D

Budget Plan

Exhibit D-1

Budget Plan for the Period of October 1, 2018 through October 31, 2018¹

¹ Budgets are only provided for matters Proskauer actually billed time to in a given month. If no time was billed to a given matter during the month, no monthly budget has been provided for that matter.

PROJECT CATEGORY	TASK CODE	OCTOBER		OCTOBER	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – GENERAL (33260/022 and 33260/030)					
Tasks Relating to the Board, its Members, its Staff, its Advisors or its Consultants	201	20 - 40	\$15,180 - \$30,360	34.70	\$26,337.30
Legal Research	202	0 - 10	\$0 - \$7,590	7.00	\$5,313.00
Hearings and other non-filed communications with the Court	203	0 - 10	\$0 - \$7,590	0.00	\$0.00
Communications with Claimholders	204	20 - 40	\$15,180 - \$30,360	32.40	\$24,591.60
Communications with the Commonwealth, its Instrumentalities or Representatives of the Commonwealth or its Instrumentalities	205	10 - 20	\$7,590 - \$15,180	15.50	\$11,764.50
Documents Filed on Behalf of the Board	206	0 - 10	\$0 - \$7,590	5.00	\$3,795.00
Non-Board Court Filings	207	0 - 10	\$0 - \$7,590	0.40	\$303.60
Stay Matters	208	0 - 10	\$0 - \$7,590	0.00	\$0.00
Adversary Proceeding	209	0 - 10	\$0 - \$7,590	0.00	\$0.00
Analysis and Strategy	210	60 - 80	\$45,540 - \$60,720	53.70	\$40,758.30
Non-Working Travel Time	211	0 - 10	\$7,590 - \$15,180	3.50	\$2,656.50
General Administration	212	0 - 10	\$0 - \$7,590	0.80	\$208.00
Labor, Pension Matters	213	0 - 10	\$0 - \$7,590	0.00	\$0.00
Legal/ Regulatory Matters	214	0 - 10	\$0 - \$7,590	3.60	\$2,732.40

PROJECT CATEGORY	TASK CODE	OCTOBER		OCTOBER	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – GENERAL (33260/022 and 33260/030)					
Plan of Adjustment and Disclosure Statement	215	0 - 10	\$0 - \$7,590	0.00	\$0.00
Confirmation	216	0 - 10	\$0 - \$7,590	0.00	\$0.00
Tax	217	0 - 10	\$0 - \$7,590	4.60	\$3,491.40
Employment and Fee Applications	218	20 - 40	\$15,180 - \$30,360	31.80	\$10,663.20
Appeal	219	0 - 10	\$0 - \$7,590	0.00	\$0.00
Fee Applications for Other Parties	220	0 - 10	\$0 - \$7,590	0.00	\$0.00
TOTALS		130 – 370	\$98,670 - \$280,830	193.00	\$132,614.80

PROJECT CATEGORY	TASK CODE	OCTOBER		OCTOBER	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – FINANCING MOTION (33260/032 and 33260/932)					
Tasks Relating to the Board, its Members, its Staff, its Advisors or its Consultants	201	0 – 10	\$0 – \$7,590	0.00	\$0.00
Legal Research	202	0 – 10	\$0 – \$7,590	0.00	\$0.00
Hearings and other non-filed communications with the Court	203	0 – 10	\$0 – \$7,590	0.00	\$0.00
Communications with Claimholders	204	0 – 10	\$0 – \$7,590	0.00	\$0.00
Communications with the Commonwealth, its Instrumentalities or Representatives of the Commonwealth or its Instrumentalities	205	0 – 10	\$0 – \$7,590	0.00	\$0.00
Documents Filed on Behalf of the Board	206	0 – 10	\$0 – \$7,590	0.00	\$0.00
Non-Board Court Filings	207	0 – 10	\$0 – \$7,590	0.00	\$0.00
Stay Matters	208	0 – 10	\$0 – \$7,590	0.00	\$0.00
Adversary Proceeding	209	0 – 10	\$0 – \$7,590	0.00	\$0.00
Analysis and Strategy	210	0 – 10	\$0 – \$7,590	2.70	\$2,049.30
Non-Working Travel Time	211	0 – 10	\$0 – \$7,590	0.00	\$0.00
General Administration	212	0 – 10	\$0 – \$7,590	0.00	\$0.00
Labor, Pension Matters	213	0 – 10	\$0 – \$7,590	0.00	\$0.00
Legal/ Regulatory Matters	214	0 – 10	\$0 – \$7,590	0.00	\$0.00
Plan of Adjustment and Disclosure Statement	215	0 – 10	\$0 – \$7,590	0.00	\$0.00

PROJECT CATEGORY	TASK CODE	OCTOBER		OCTOBER	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – FINANCING MOTION (33260/032 and 33260/932)					
Confirmation	216	0 – 10	\$0 – \$7,590	0.00	\$0.00
Tax	217	0 – 10	\$0 – \$7,590	0.00	\$0.00
Employment and Fee Applications	218	0 – 10	\$0 – \$7,590	0.00	\$0.00
Appeal	219	0 – 10	\$0 – \$7,590	0.00	\$0.00
TOTALS		0 – 190	\$0 - \$144,210	2.70	\$2,049.30

PROJECT CATEGORY	TASK CODE	OCTOBER		OCTOBER	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – PREC (33260/054 and 33260/954)					
Tasks Relating to the Board, its Members, its Staff, its Advisors or its Consultants	201	0 - 10	\$0 - \$7,590	1.30	\$986.70
Legal Research	202	0 - 10	\$0 - \$7,590	0.00	\$0.00
Hearings and other non-filed communications with the Court	203	0 - 10	\$0 - \$7,590	0.00	\$0.00
Communications with Claimholders	204	0 - 10	\$0 - \$7,590	0.00	\$0.00
Communications with the Commonwealth, its Instrumentalities or Representatives of the Commonwealth or its Instrumentalities	205	0 - 10	\$0 - \$7,590	0.00	\$0.00
Documents Filed on Behalf of the Board	206	0 - 10	\$0 - \$7,590	0.80	\$607.20
Non-Board Court Filings	207	0 - 10	\$0 - \$7,590	0.10	\$75.90
Stay Matters	208	0 - 10	\$0 - \$7,590	0.00	\$0.00
Adversary Proceeding	209	0 - 10	\$0 - \$7,590	0.00	\$0.00
Analysis and Strategy	210	0 - 10	\$0 - \$7,590	4.80	\$3,643.20
Non-Working Travel Time	211	0 - 10	\$0 - \$7,590	0.00	\$0.00
General Administration	212	0 - 10	\$0 - \$7,590	0.00	\$0.00
Labor, Pension Matters	213	0 - 10	\$0 - \$7,590	0.00	\$0.00
Legal/ Regulatory Matters	214	0 - 10	\$0 - \$7,590	0.00	\$0.00
Plan of Adjustment and Disclosure Statement	215	0 - 10	\$0 - \$7,590	0.00	\$0.00

PROJECT CATEGORY	TASK CODE	OCTOBER		OCTOBER	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – PREC (33260/054 and 33260/954)					
Confirmation	216	0 - 10	\$0 - \$7,590	0.00	\$0.00
Tax	217	0 - 10	\$0 - \$7,590	0.00	\$0.00
Employment and Fee Applications	218	0 - 10	\$0 - \$7,590	0.00	\$0.00
Appeal	219	0 - 10	\$0 - \$7,590	0.00	\$0.00
TOTALS		0 – 190	\$0 - \$144,210	7.00	\$5,313.00

PROJECT CATEGORY	TASK CODE	OCTOBER		OCTOBER	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – VITOL (33260/055 and 33260/955)					
Tasks Relating to the Board, its Members, its Staff, its Advisors or its Consultants	201	0 - 10	\$0 - \$7,590	0.70	\$531.30
Legal Research	202	10 - 20	\$7,590- \$15,180	18.50	\$14,041.50
Hearings and other non-filed communications with the Court	203	0 - 10	\$0 - \$7,590	0.00	\$0.00
Communications with Claimholders	204	0 - 10	\$0 - \$7,590	0.00	\$0.00
Communications with the Commonwealth, its Instrumentalities or Representatives of the Commonwealth or its Instrumentalities	205	0 - 10	\$0 - \$7,590	0.00	\$0.00
Documents Filed on Behalf of the Board	206	40 - 60	\$30,360 - \$45,540	57.80	\$43,870.20
Non-Board Court Filings	207	0 - 10	\$0 - \$7,590	1.60	\$1,214.40
Stay Matters	208	0 - 10	\$0 - \$7,590	0.00	\$0.00
Adversary Proceeding	209	0 - 10	\$0 - \$7,590	0.00	\$0.00
Analysis and Strategy	210	10 - 20	\$7,590- \$15,180	14.30	\$10,853.70
Non-Working Travel Time	211	0 - 10	\$0 - \$7,590	0.00	\$0.00
General Administration	212	0 - 10	\$0 - \$7,590	0.80	\$208.00
Labor, Pension Matters	213	0 - 10	\$0 - \$7,590	0.00	\$0.00
Legal/ Regulatory Matters	214	0 - 10	\$0 - \$7,590	0.00	\$0.00

PROJECT CATEGORY	TASK CODE	OCTOBER		OCTOBER	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – VITOL (33260/055 and 33260/955)					
Plan of Adjustment and Disclosure Statement	215	0 - 10	\$0 - \$7,590	0.00	\$0.00
Confirmation	216	0 - 10	\$0 - \$7,590	0.00	\$0.00
Tax	217	0 - 10	\$0 - \$7,590	0.00	\$0.00
Employment and Fee Applications	218	0 - 10	\$0 - \$7,590	0.00	\$0.00
Appeal	219	0 - 10	\$0 - \$7,590	0.00	\$0.00
TOTALS		60 – 260	\$45,540 - \$197,340	93.70	\$70,719.10

PROJECT CATEGORY	TASK CODE	OCTOBER		OCTOBER	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA –UTIER CBA (33260/056 and 33260/956)					
Tasks Relating to the Board, its Members, its Staff, its Advisors or its Consultants	201	0 – 10	\$0 – \$7,590	0.90	\$683.10
Legal Research	202	0 – 10	\$0 – \$7,590	0.20	\$151.80
Hearings and other non-filed communications with the Court	203	0 – 10	\$0 – \$7,590	0.00	\$0.00
Communications with Claimholders	204	0 – 10	\$0 – \$7,590	0.10	\$75.90
Communications with the Commonwealth, its Instrumentalities or Representatives of the Commonwealth or its Instrumentalities	205	0 – 10	\$0 – \$7,590	1.80	\$1,366.20
Documents Filed on Behalf of the Board	206	20 – 40	\$15,180 – \$30,360	38.80	\$13,231.70
Non-Board Court Filings	207	0 – 10	\$0 – \$7,590	1.60	\$1,214.40
Stay Matters	208	0 – 10	\$0 – \$7,590	0.00	\$0.00
Adversary Proceeding	209	0 – 10	\$0 – \$7,590	0.00	\$0.00
Analysis and Strategy	210	0 – 10	\$0 – \$7,590	5.20	\$3,946.80
Non-Working Travel Time	211	0 – 10	\$0 – \$7,590	0.00	\$0.00
General Administration	212	0 – 10	\$0 – \$7,590	0.00	\$0.00
Labor, Pension Matters	213	0 – 10	\$0 – \$7,590	0.00	\$0.00
Legal/ Regulatory Matters	214	0 – 10	\$0 – \$7,590	0.00	\$0.00
Plan of Adjustment and Disclosure Statement	215	0 – 10	\$0 – \$7,590	0.00	\$0.00

PROJECT CATEGORY	TASK CODE	OCTOBER		OCTOBER	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA –UTIER CBA (33260/056 and 33260/956)					
Confirmation	216	0 – 10	\$0 – \$7,590	0.00	\$0.00
Tax	217	0 – 10	\$0 – \$7,590	0.00	\$0.00
Employment and Fee Applications	218	0 – 10	\$0 – \$7,590	0.00	\$0.00
Appeal	219	0 - 10	\$0 – \$7,590	0.00	\$0.00
TOTALS		20 - 220	\$15,180 - \$166,980	48.60	\$20,669.90

PROJECT CATEGORY	TASK CODE	OCTOBER		OCTOBER	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA –RULE 2004 (33260/057 and 33260/957)					
Tasks Relating to the Board, its Members, its Staff, its Advisors or its Consultants	201	0 – 10	\$0 – \$7,590	5.10	\$3,870.90
Legal Research	202	0 – 10	\$0 – \$7,590	0.00	\$0.00
Hearings and other non-filed communications with the Court	203	0 – 10	\$0 – \$7,590	0.00	\$0.00
Communications with Claimholders	204	0 – 10	\$0 – \$7,590	2.00	\$1,518.00
Communications with the Commonwealth, its Instrumentalities or Representatives of the Commonwealth or its Instrumentalities	205	0 – 10	\$0 – \$7,590	6.10	\$4,629.90
Documents Filed on Behalf of the Board	206	0 – 10	\$0 – \$7,590	0.70	\$531.30
Non-Board Court Filings	207	0 – 10	\$0 – \$7,590	0.00	\$0.00
Stay Matters	208	0 – 10	\$0 – \$7,590	0.00	\$0.00
Adversary Proceeding	209	0 – 10	\$0 – \$7,590	0.00	\$0.00
Analysis and Strategy	210	0 – 10	\$0 – \$7,590	6.90	\$5,237.10
Non-Working Travel Time	211	0 – 10	\$0 – \$7,590	0.00	\$0.00
General Administration	212	0 – 10	\$0 – \$7,590	1.10	\$286.00
Labor, Pension Matters	213	0 – 10	\$0 – \$7,590	0.00	\$0.00
Legal/ Regulatory Matters	214	0 – 10	\$0 – \$7,590	0.00	\$0.00
Plan of Adjustment and Disclosure Statement	215	0 – 10	\$0 – \$7,590	0.00	\$0.00

PROJECT CATEGORY	TASK CODE	OCTOBER		OCTOBER	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA –RULE 2004 (33260/057 and 33260/957)					
Confirmation	216	0 – 10	\$0 – \$7,590	0.00	\$0.00
Tax	217	0 – 10	\$0 – \$7,590	0.00	\$0.00
Employment and Fee Applications	218	0 – 10	\$0 – \$7,590	0.00	\$0.00
Appeal	219	0 – 10	\$0 – \$7,590	0.00	\$0.00
TOTALS		0 – 190	\$0 - \$144,210	21.90	\$16,073.20

PROJECT CATEGORY	TASK CODE	OCTOBER		OCTOBER	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – RECEIVER MOTIONS (33260/058 and 33260/958)					
Tasks Relating to the Board, its Members, its Staff, its Advisors or its Consultants	201	0 – 10	\$0 – \$7,590	9.90	\$7,514.10
Legal Research	202	120 – 150	\$91,080 – \$113,850	126.00	\$56,961.50
Hearings and other non-filed communications with the Court	203	0 – 10	\$0 – \$7,590	0.40	\$303.60
Communications with Claimholders	204	0 – 10	\$0 – \$7,590	6.80	\$5,161.20
Communications with the Commonwealth, its Instrumentalities or Representatives of the Commonwealth or its Instrumentalities	205	20 – 40	\$15,180 – \$30,360	37.20	\$28,234.80
Documents Filed on Behalf of the Board	206	120 – 150	\$91,080 – \$113,850	144.10	\$103,334.00
Non-Board Court Filings	207	10 – 20	\$7,590 – \$15,180	18.20	\$13,813.80
Stay Matters	208	60 – 80	\$45,540 – \$60,720	74.00	\$56,016.30
Adversary Proceeding	209	0 – 10	\$0 – \$7,590	0.00	\$0.00
Analysis and Strategy	210	200 – 250	\$151,800 – \$189,750	256.70	\$193,238.50
Non-Working Travel Time	211	0 – 10	\$0 – \$7,590	1.50	\$1,138.50
General Administration	212	10 – 20	\$7,590 – \$15,180	12.20	\$3,172.00
Labor, Pension Matters	213	0 – 10	\$0 – \$7,590	0.00	\$0.00

PROJECT CATEGORY	TASK CODE	OCTOBER		OCTOBER	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – RECEIVER MOTIONS (33260/058 and 33260/958)					
Legal/ Regulatory Matters	214	0 – 10	\$0 – \$7,590	0.00	\$0.00
Plan of Adjustment and Disclosure Statement	215	0 – 10	\$0 – \$7,590	0.00	\$0.00
Confirmation	216	0 – 10	\$0 – \$7,590	0.00	\$0.00
Tax	217	0 – 10	\$0 – \$7,590	0.00	\$0.00
Employment and Fee Applications	218	0 – 10	\$0 – \$7,590	0.00	\$0.00
Appeal	219	20 – 40	\$15,180 – \$30,360	0.00	\$0.00
TOTALS		560 – 870	\$425,040- \$660,330	687.00	\$468,888.30

PROJECT CATEGORY	TASK CODE	OCTOBER		OCTOBER	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – MISCELLANEOUS (33260/059 and 33260/959)					
Tasks Relating to the Board, its Members, its Staff, its Advisors or its Consultants	201	0 – 10	\$0 - \$7,590	0.30	\$227.70
Legal Research	202	20 – 40	\$15,180 - \$30,360	30.50	\$13,868.10
Hearings and other non-filed communications with the Court	203	0 – 10	\$0 - \$7,590	0.00	\$0.00
Communications with Claimholders	204	0 – 10	\$0 - \$7,590	0.60	\$455.40
Communications with the Commonwealth, its Instrumentalities or Representatives of the Commonwealth or its Instrumentalities	205	0 – 10	\$0 - \$7,590	0.00	\$0.00
Documents Filed on Behalf of the Board	206	60 – 80	\$45,540 – \$60,720	73.10	\$52,987.90
Non-Board Court Filings	207	0 – 10	\$0 - \$7,590	5.20	\$3,946.80
Stay Matters	208	60 – 80	\$45,540 – \$60,720	69.20	\$51,574.70
Adversary Proceeding	209	0 – 10	\$0 - \$7,590	0.00	\$0.00
Analysis and Strategy	210	0 – 10	\$0 - \$7,590	7.10	\$4,341.00
Non-Working Travel Time	211	0 – 10	\$0 - \$7,590	0.00	\$0.00
General Administration	212	0 – 10	\$0 - \$7,590	6.80	\$1,768.00
Labor, Pension Matters	213	0 – 10	\$0 - \$7,590	0.00	\$0.00
Legal/ Regulatory Matters	214	0 – 10	\$0 - \$7,590	0.00	\$0.00

PROJECT CATEGORY	TASK CODE	OCTOBER		OCTOBER	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – MISCELLANEOUS (33260/059 and 33260/959)					
Plan of Adjustment and Disclosure Statement	215	0 – 10	\$0 - \$7,590	0.00	\$0.00
Confirmation	216	0 – 10	\$0 - \$7,590	0.00	\$0.00
Tax	217	0 – 10	\$0 - \$7,590	0.00	\$0.00
Employment and Fee Applications	218	0 – 10	\$0 - \$7,590	0.00	\$0.00
Appeal	219	0 – 10	\$0 - \$7,590	0.00	\$0.00
TOTALS		240 - 360	\$182,160 - \$273,240	192.80	\$129,169.60

Exhibit D-2

Budget Plan for the Period of November 1, 2018 through November 30, 2018¹

¹ Budgets are only provided for matters Proskauer actually billed time to in a given month. If no time was billed to a given matter during the month, no monthly budget has been provided for that matter.

PROJECT CATEGORY	TASK CODE	NOVEMBER		NOVEMBER	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – GENERAL (33260/022 and 33260/030)					
Tasks Relating to the Board, its Members, its Staff, its Advisors or its Consultants	201	10 - 20	\$7,590 - \$15,180	19.70	\$14,952.30
Legal Research	202	10 - 20	\$7,590 - \$15,180	11.00	\$8,349.00
Hearings and other non-filed communications with the Court	203	0 - 10	\$0 - \$7,590	0.00	\$0.00
Communications with Claimholders	204	20 - 40	\$15,180 - \$30,360	36.20	\$27,475.80
Communications with the Commonwealth, its Instrumentalities or Representatives of the Commonwealth or its Instrumentalities	205	60 - 100	\$45,540 - \$75,900	74.60	\$56,621.40
Documents Filed on Behalf of the Board	206	0 - 10	\$0 - \$7,590	4.30	\$3,263.70
Non-Board Court Filings	207	0 - 10	\$0 - \$7,590	0.00	\$0.00
Stay Matters	208	0 - 10	\$0 - \$7,590	0.00	\$0.00
Adversary Proceeding	209	0 - 10	\$0 - \$7,590	0.00	\$0.00
Analysis and Strategy	210	150 - 200	\$113,850 - \$151,800	190.30	\$137,351.90
Non-Working Travel Time	211	0 - 10	\$0 - \$7,590	6.40	\$4,857.60
General Administration	212	0 - 10	\$0 - \$7,590	0.60	\$156.00
Labor, Pension Matters	213	0 - 10	\$0 - \$7,590	0.00	\$0.00

PROJECT CATEGORY	TASK CODE	NOVEMBER		NOVEMBER	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – GENERAL (33260/022 and 33260/030)					
Legal/ Regulatory Matters	214	0 - 10	\$0 - \$7,590	0.00	\$0.00
Plan of Adjustment and Disclosure Statement	215	0 - 10	\$0 - \$7,590	0.00	\$0.00
Confirmation	216	0 - 10	\$0 - \$7,590	0.00	\$0.00
Tax	217	0 - 10	\$0 - \$7,590	3.40	\$2,580.60
Employment and Fee Applications	218	10 - 20	\$7,590 - \$15,180	18.40	\$6,680.20
Appeal	219	0 - 10	\$0 - \$7,590	0.00	\$0.00
Fee Applications for Other Parties	220	0 - 10	\$0 - \$7,590	0.00	\$0.00
TOTALS		260 – 540	\$197,340 - \$409,860	364.90	\$262,288.50

PROJECT CATEGORY	TASK CODE	NOVEMBER		NOVEMBER	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – FINANCING MOTION (33260/032 and 33260/932)					
Tasks Relating to the Board, its Members, its Staff, its Advisors or its Consultants	201	0 – 10	\$0 – \$7,590	0.00	\$0.00
Legal Research	202	0 – 10	\$0 – \$7,590	0.20	\$151.80
Hearings and other non-filed communications with the Court	203	0 – 10	\$0 – \$7,590	0.00	\$0.00
Communications with Claimholders	204	0 – 10	\$0 – \$7,590	0.00	\$0.00
Communications with the Commonwealth, its Instrumentalities or Representatives of the Commonwealth or its Instrumentalities	205	0 – 10	\$0 – \$7,590	0.00	\$0.00
Documents Filed on Behalf of the Board	206	0 – 10	\$0 – \$7,590	0.00	\$0.00
Non-Board Court Filings	207	0 – 10	\$0 – \$7,590	0.00	\$0.00
Stay Matters	208	0 – 10	\$0 – \$7,590	0.00	\$0.00
Adversary Proceeding	209	0 – 10	\$0 – \$7,590	0.00	\$0.00
Analysis and Strategy	210	0 – 10	\$0 – \$7,590	1.00	\$759.00
Non-Working Travel Time	211	0 – 10	\$0 – \$7,590	0.00	\$0.00
General Administration	212	0 – 10	\$0 – \$7,590	0.00	\$0.00
Labor, Pension Matters	213	0 – 10	\$0 – \$7,590	0.00	\$0.00
Legal/ Regulatory Matters	214	0 – 10	\$0 – \$7,590	0.00	\$0.00
Plan of Adjustment and Disclosure Statement	215	0 – 10	\$0 – \$7,590	0.00	\$0.00

PROJECT CATEGORY	TASK CODE	NOVEMBER		NOVEMBER	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – FINANCING MOTION (33260/032 and 33260/932)					
Confirmation	216	0 – 10	\$0 – \$7,590	0.00	\$0.00
Tax	217	0 – 10	\$0 – \$7,590	0.00	\$0.00
Employment and Fee Applications	218	0 – 10	\$0 – \$7,590	0.00	\$0.00
Appeal	219	0 – 10	\$0 – \$7,590	0.00	\$0.00
TOTALS		0 – 190	\$0 - \$144,210	1.20	\$910.80

PROJECT CATEGORY	TASK CODE	NOVEMBER		NOVEMBER	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – PREC (33260/054 and 33260/954)					
Tasks Relating to the Board, its Members, its Staff, its Advisors or its Consultants	201	0 - 10	\$0 - \$7,590	2.10	\$1,593.90
Legal Research	202	0 - 10	\$0 - \$7,590	0.00	\$0.00
Hearings and other non-filed communications with the Court	203	0 - 10	\$0 - \$7,590	0.00	\$0.00
Communications with Claimholders	204	0 - 10	\$0 - \$7,590	0.00	\$0.00
Communications with the Commonwealth, its Instrumentalities or Representatives of the Commonwealth or its Instrumentalities	205	0 - 10	\$0 - \$7,590	1.30	\$986.70
Documents Filed on Behalf of the Board	206	0 - 10	\$0 - \$7,590	10.80	\$6,750.10
Non-Board Court Filings	207	0 - 10	\$0 - \$7,590	0.10	\$75.90
Stay Matters	208	0 - 10	\$0 - \$7,590	0.00	\$0.00
Adversary Proceeding	209	0 - 10	\$0 - \$7,590	0.00	\$0.00
Analysis and Strategy	210	0 - 10	\$0 - \$7,590	1.30	\$986.70
Non-Working Travel Time	211	0 - 10	\$0 - \$7,590	0.00	\$0.00
General Administration	212	0 - 10	\$0 - \$7,590	0.00	\$0.00
Labor, Pension Matters	213	0 - 10	\$0 - \$7,590	0.00	\$0.00
Legal/ Regulatory Matters	214	0 - 10	\$0 - \$7,590	0.00	\$0.00
Plan of Adjustment and Disclosure Statement	215	0 - 10	\$0 - \$7,590	0.00	\$0.00

PROJECT CATEGORY	TASK CODE	NOVEMBER		NOVEMBER	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – PREC (33260/054 and 33260/954)					
Confirmation	216	0 - 10	\$0 - \$7,590	0.00	\$0.00
Tax	217	0 - 10	\$0 - \$7,590	0.00	\$0.00
Employment and Fee Applications	218	0 - 10	\$0 - \$7,590	0.00	\$0.00
Appeal	219	0 - 10	\$0 - \$7,590	0.00	\$0.00
TOTALS		0 – 190	\$0 - \$144,210	15.60	\$10,393.30

PROJECT CATEGORY	TASK CODE	NOVEMBER		NOVEMBER	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – VITOL (33260/055 and 33260/955)					
Tasks Relating to the Board, its Members, its Staff, its Advisors or its Consultants	201	0 – 10	\$0 – \$7,590	0.00	\$0.00
Legal Research	202	0 – 10	\$0 – \$7,590	0.00	\$0.00
Hearings and other non-filed communications with the Court	203	0 – 10	\$0 – \$7,590	0.00	\$0.00
Communications with Claimholders	204	0 – 10	\$0 – \$7,590	1.00	\$759.00
Communications with the Commonwealth, its Instrumentalities or Representatives of the Commonwealth or its Instrumentalities	205	0 – 10	\$0 – \$7,590	0.00	\$0.00
Documents Filed on Behalf of the Board	206	0 – 10	\$0 – \$7,590	0.00	\$0.00
Non-Board Court Filings	207	0 – 10	\$0 – \$7,590	1.80	\$1,366.20
Stay Matters	208	0 – 10	\$0 – \$7,590	0.00	\$0.00
Adversary Proceeding	209	0 – 10	\$0 – \$7,590	0.00	\$0.00
Analysis and Strategy	210	0 – 10	\$0 – \$7,590	1.90	\$1,442.10
Non-Working Travel Time	211	0 – 10	\$0 – \$7,590	0.00	\$0.00
General Administration	212	0 – 10	\$0 – \$7,590	0.00	\$0.00
Labor, Pension Matters	213	0 – 10	\$0 – \$7,590	0.00	\$0.00
Legal/ Regulatory Matters	214	0 – 10	\$0 – \$7,590	0.00	\$0.00
Plan of Adjustment and Disclosure Statement	215	0 – 10	\$0 – \$7,590	0.00	\$0.00

PROJECT CATEGORY	TASK CODE	NOVEMBER		NOVEMBER	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – VITOL (33260/055 and 33260/955)					
Confirmation	216	0 – 10	\$0 – \$7,590	0.00	\$0.00
Tax	217	0 – 10	\$0 – \$7,590	0.00	\$0.00
Employment and Fee Applications	218	0 – 10	\$0 – \$7,590	0.00	\$0.00
Appeal	219	0 – 10	\$0 – \$7,590	0.00	\$0.00
TOTALS		0 – 190	\$0 - \$144,210	4.70	\$3,567.30

PROJECT CATEGORY	TASK CODE	NOVEMBER		NOVEMBER	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA –UTIER CBA (33260/056 and 33260/956)					
Tasks Relating to the Board, its Members, its Staff, its Advisors or its Consultants	201	0 – 10	\$0 – \$7,590	0.20	\$151.80
Legal Research	202	0 – 10	\$0 – \$7,590	5.40	\$1,404.00
Hearings and other non-filed communications with the Court	203	0 – 10	\$0 – \$7,590	0.00	\$0.00
Communications with Claimholders	204	0 – 10	\$0 – \$7,590	0.50	\$379.50
Communications with the Commonwealth, its Instrumentalities or Representatives of the Commonwealth or its Instrumentalities	205	0 – 10	\$0 – \$7,590	0.00	\$0.00
Documents Filed on Behalf of the Board	206	20 – 40	\$15,180 – \$30,360	23.80	\$14,621.10
Non-Board Court Filings	207	0 – 10	\$0 – \$7,590	0.10	\$75.90
Stay Matters	208	0 – 10	\$0 – \$7,590	0.00	\$0.00
Adversary Proceeding	209	0 – 10	\$0 – \$7,590	0.00	\$0.00
Analysis and Strategy	210	0 – 10	\$0 – \$7,590	3.30	\$2,504.70
Non-Working Travel Time	211	0 – 10	\$0 – \$7,590	0.00	\$0.00
General Administration	212	0 – 10	\$0 – \$7,590	0.00	\$0.00
Labor, Pension Matters	213	0 – 10	\$0 – \$7,590	0.00	\$0.00
Legal/ Regulatory Matters	214	0 – 10	\$0 – \$7,590	0.00	\$0.00
Plan of Adjustment and Disclosure Statement	215	0 – 10	\$0 – \$7,590	0.00	\$0.00

PROJECT CATEGORY	TASK CODE	NOVEMBER		NOVEMBER	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA –UTIER CBA (33260/056 and 33260/956)					
Confirmation	216	0 – 10	\$0 – \$7,590	0.00	\$0.00
Tax	217	0 – 10	\$0 – \$7,590	0.00	\$0.00
Employment and Fee Applications	218	0 – 10	\$0 – \$7,590	0.00	\$0.00
Appeal	219	0 - 10	\$0 – \$7,590	0.00	\$0.00
TOTALS		20 - 220	\$15,180 - \$166,980	33.30	\$19,137.00

PROJECT CATEGORY	TASK CODE	NOVEMBER		NOVEMBER	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA –RULE 2004 (33260/057 and 33260/957)					
Tasks Relating to the Board, its Members, its Staff, its Advisors or its Consultants	201	0 – 10	\$0 – \$7,590	0.00	\$0.00
Legal Research	202	0 – 10	\$0 – \$7,590	0.00	\$0.00
Hearings and other non-filed communications with the Court	203	0 – 10	\$0 – \$7,590	0.00	\$0.00
Communications with Claimholders	204	0 – 10	\$0 – \$7,590	0.00	\$0.00
Communications with the Commonwealth, its Instrumentalities or Representatives of the Commonwealth or its Instrumentalities	205	0 – 10	\$0 – \$7,590	0.00	\$0.00
Documents Filed on Behalf of the Board	206	0 – 10	\$0 – \$7,590	0.00	\$0.00
Non-Board Court Filings	207	0 – 10	\$0 – \$7,590	0.00	\$0.00
Stay Matters	208	0 – 10	\$0 – \$7,590	0.00	\$0.00
Adversary Proceeding	209	0 – 10	\$0 – \$7,590	0.00	\$0.00
Analysis and Strategy	210	0 – 10	\$0 – \$7,590	0.20	\$151.80
Non-Working Travel Time	211	0 – 10	\$0 – \$7,590	0.00	\$0.00
General Administration	212	0 – 10	\$0 – \$7,590	0.00	\$0.00
Labor, Pension Matters	213	0 – 10	\$0 – \$7,590	0.00	\$0.00
Legal/ Regulatory Matters	214	0 – 10	\$0 – \$7,590	0.00	\$0.00
Plan of Adjustment and Disclosure Statement	215	0 – 10	\$0 – \$7,590	0.00	\$0.00

PROJECT CATEGORY	TASK CODE	NOVEMBER		NOVEMBER	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA –RULE 2004 (33260/057 and 33260/957)					
Confirmation	216	0 – 10	\$0 – \$7,590	0.00	\$0.00
Tax	217	0 – 10	\$0 – \$7,590	0.00	\$0.00
Employment and Fee Applications	218	0 – 10	\$0 – \$7,590	0.00	\$0.00
Appeal	219	0 – 10	\$0 – \$7,590	0.00	\$0.00
TOTALS		0 – 190	\$0 - \$144,210	0.20	\$151.80

PROJECT CATEGORY	TASK CODE	NOVEMBER		NOVEMBER	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – RECEIVER MOTIONS (33260/058 and 33260/958)					
Tasks Relating to the Board, its Members, its Staff, its Advisors or its Consultants	201	0 – 10	\$0 – \$7,590	0.50	\$379.50
Legal Research	202	20 – 40	\$15,180 – \$30,360	22.20	\$5,921.70
Hearings and other non-filed communications with the Court	203	0 – 10	\$0 – \$7,590	0.00	\$0.00
Communications with Claimholders	204	10 – 20	\$7,590 – \$15,180	15.20	\$10,987.90
Communications with the Commonwealth, its Instrumentalities or Representatives of the Commonwealth or its Instrumentalities	205	0 – 10	\$0 – \$7,590	9.90	\$7,514.10
Documents Filed on Behalf of the Board	206	40 – 60	\$30,360 – \$45,540	47.00	\$25,693.00
Non-Board Court Filings	207	0 – 10	\$0 – \$7,590	0.10	\$75.90
Stay Matters	208	0 – 10	\$0 – \$7,590	0.00	\$0.00
Adversary Proceeding	209	0 – 10	\$0 – \$7,590	0.00	\$0.00
Analysis and Strategy	210	150 – 200	\$113,850– \$151,800	179.30	\$126,857.20
Non-Working Travel Time	211	0 – 10	\$0 – \$7,590	0.00	\$0.00
General Administration	212	20 – 40	\$15,180 – \$30,360	28.40	\$7,384.00
Labor, Pension Matters	213	0 – 10	\$0 – \$7,590	0.00	\$0.00
Legal/ Regulatory Matters	214	0 – 10	\$0 – \$7,590	0.00	\$0.00

PROJECT CATEGORY	TASK CODE	NOVEMBER		NOVEMBER	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – RECEIVER MOTIONS (33260/058 and 33260/958)					
Plan of Adjustment and Disclosure Statement	215	0 – 10	\$0 – \$7,590	0.00	\$0.00
Confirmation	216	0 – 10	\$0 – \$7,590	0.00	\$0.00
Tax	217	0 – 10	\$0 – \$7,590	0.00	\$0.00
Employment and Fee Applications	218	0 – 10	\$0 – \$7,590	0.00	\$0.00
Appeal	219	0 – 10	\$0 – \$7,590	0.00	\$0.00
TOTALS		240 – 510	\$182,160 - \$387,090	302.60	\$184,813.30

PROJECT CATEGORY	TASK CODE	NOVEMBER		NOVEMBER	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – MISCELLANEOUS (33260/059 and 33260/959)					
Tasks Relating to the Board, its Members, its Staff, its Advisors or its Consultants	201	0 – 10	\$0 - \$7,590	0.40	\$303.60
Legal Research	202	0 – 10	\$0 - \$7,590	5.90	\$1,783.50
Hearings and other non-filed communications with the Court	203	0 – 10	\$0 - \$7,590	0.00	\$0.00
Communications with Claimholders	204	0 – 10	\$0 - \$7,590	0.00	\$0.00
Communications with the Commonwealth, its Instrumentalities or Representatives of the Commonwealth or its Instrumentalities	205	0 – 10	\$0 - \$7,590	0.00	\$0.00
Documents Filed on Behalf of the Board	206	0 – 10	\$0 - \$7,590	2.70	\$2,049.30
Non-Board Court Filings	207	0 – 10	\$0 - \$7,590	0.00	\$0.00
Stay Matters	208	0 – 10	\$0 - \$7,590	2.00	\$1,518.00
Adversary Proceeding	209	0 – 10	\$0 - \$7,590	0.00	\$0.00
Analysis and Strategy	210	0 – 10	\$0 - \$7,590	3.60	\$2,732.40
Non-Working Travel Time	211	0 – 10	\$0 - \$7,590	0.00	\$0.00
General Administration	212	0 – 10	\$0 - \$7,590	0.00	\$0.00
Labor, Pension Matters	213	0 – 10	\$0 - \$7,590	0.00	\$0.00
Legal/ Regulatory Matters	214	0 – 10	\$0 - \$7,590	0.00	\$0.00
Plan of Adjustment and Disclosure Statement	215	0 – 10	\$0 - \$7,590	0.00	\$0.00

PROJECT CATEGORY	TASK CODE	NOVEMBER		NOVEMBER	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – MISCELLANEOUS (33260/059 and 33260/959)					
Confirmation	216	0 – 10	\$0 – \$7,590	0.00	\$0.00
Tax	217	0 – 10	\$0 – \$7,590	0.00	\$0.00
Employment and Fee Applications	218	0 – 10	\$0 – \$7,590	0.00	\$0.00
Appeal	219	0 – 10	\$0 – \$7,590	0.00	\$0.00
TOTALS		0 – 190	\$0 - \$144,210	14.60	\$8,386.80

Exhibit D-3

Budget Plan for the Period of December 1, 2018 through December 9, 2018¹

¹ Budgets are only provided for matters Proskauer actually billed time to in a given month. If no time was billed to a given matter during the month, no monthly budget has been provided for that matter.

PROJECT CATEGORY	TASK CODE	DECEMBER 1 – DECEMBER 9		DECEMBER 1 – DECEMBER 9	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – GENERAL (33260/022 and 33260/030)					
Tasks Relating to the Board, its Members, its Staff, its Advisors or its Consultants	201	0 - 10	\$0 - \$7,590	2.30	\$1,745.70
Legal Research	202	0 - 10	\$0 - \$7,590	10.30	\$7,468.40
Hearings and other non-filed communications with the Court	203	0 - 10	\$0 - \$7,590	0.00	\$0.00
Communications with Claimholders	204	0 - 10	\$0 - \$7,590	1.40	\$1,062.60
Communications with the Commonwealth, its Instrumentalities or Representatives of the Commonwealth or its Instrumentalities	205	0 - 10	\$0 - \$7,590	12.90	\$9,791.10
Documents Filed on Behalf of the Board	206	0 - 10	\$0 - \$7,590	0.80	\$607.20
Non-Board Court Filings	207	0 - 10	\$0 - \$7,590	0.00	\$0.00
Stay Matters	208	0 - 10	\$0 - \$7,590	0.00	\$0.00
Adversary Proceeding	209	0 - 10	\$0 - \$7,590	0.00	\$0.00
Analysis and Strategy	210	20 - 40	\$15,180 - \$30,360	30.30	\$22,997.70
Non-Working Travel Time	211	0 - 10	\$0 - \$7,590	5.20	\$3,946.80
General Administration	212	0 - 10	\$0 - \$7,590	0.00	\$0.00
Labor, Pension Matters	213	0 - 10	\$0 - \$7,590	0.00	\$0.00

PROJECT CATEGORY	TASK CODE	DECEMBER 1 – DECEMBER 9		DECEMBER 1 – DECEMBER 9	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – GENERAL (33260/022 and 33260/030)					
Legal/ Regulatory Matters	214	0 - 10	\$0 - \$7,590	11.50	\$8,728.50
Plan of Adjustment and Disclosure Statement	215	0 - 10	\$0 - \$7,590	2.80	\$2,125.20
Confirmation	216	0 - 10	\$0 - \$7,590	0.00	\$0.00
Tax	217	0 - 10	\$0 - \$7,590	0.70	\$531.30
Employment and Fee Applications	218	0 - 10	\$0 - \$7,590	0.00	\$0.00
Appeal	219	0 - 10	\$0 - \$7,590	0.00	\$0.00
Fee Applications for Other Parties	220	0 - 10	\$0 - \$7,590	0.00	\$0.00
TOTALS		20 - 230	\$15,180 - \$174,570	78.20	\$59,004.50

PROJECT CATEGORY	TASK CODE	DECEMBER 1 – DECEMBER 9		DECEMBER 1 – DECEMBER 9	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – FINANCING MOTION (33260/032 and 33260/932)					
Tasks Relating to the Board, its Members, its Staff, its Advisors or its Consultants	201	0 – 10	\$0 – \$7,590	0.00	\$0.00
Legal Research	202	0 – 10	\$0 – \$7,590	0.00	\$0.00
Hearings and other non-filed communications with the Court	203	0 – 10	\$0 – \$7,590	0.00	\$0.00
Communications with Claimholders	204	0 – 10	\$0 – \$7,590	0.00	\$0.00
Communications with the Commonwealth, its Instrumentalities or Representatives of the Commonwealth or its Instrumentalities	205	0 – 10	\$0 – \$7,590	0.00	\$0.00
Documents Filed on Behalf of the Board	206	0 – 10	\$0 – \$7,590	0.00	\$0.00
Non-Board Court Filings	207	0 – 10	\$0 – \$7,590	0.00	\$0.00
Stay Matters	208	0 – 10	\$0 – \$7,590	0.00	\$0.00
Adversary Proceeding	209	0 – 10	\$0 – \$7,590	0.00	\$0.00
Analysis and Strategy	210	0 – 10	\$0 – \$7,590	0.40	\$303.60
Non-Working Travel Time	211	0 – 10	\$0 – \$7,590	0.00	\$0.00
General Administration	212	0 – 10	\$0 – \$7,590	0.00	\$0.00
Labor, Pension Matters	213	0 – 10	\$0 – \$7,590	0.00	\$0.00
Legal/ Regulatory Matters	214	0 – 10	\$0 – \$7,590	0.00	\$0.00
Plan of Adjustment and Disclosure Statement	215	0 – 10	\$0 – \$7,590	0.00	\$0.00

PROJECT CATEGORY	TASK CODE	DECEMBER 1 – DECEMBER 9		DECEMBER 1 – DECEMBER 9	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – FINANCING MOTION (33260/032 and 33260/932)					
Confirmation	216	0 – 10	\$0 – \$7,590	0.00	\$0.00
Tax	217	0 – 10	\$0 – \$7,590	0.00	\$0.00
Employment and Fee Applications	218	0 – 10	\$0 – \$7,590	0.00	\$0.00
Appeal	219	0 – 10	\$0 – \$7,590	0.00	\$0.00
TOTALS		0 – 190	\$0 - \$144,210	0.40	\$303.60

PROJECT CATEGORY	TASK CODE	DECEMBER 1 – DECEMBER 9		DECEMBER 1 – DECEMBER 9	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – PREC (33260/054 and 33260/954)					
Tasks Relating to the Board, its Members, its Staff, its Advisors or its Consultants	201	0 - 10	\$0 - \$7,590	0.00	\$0.00
Legal Research	202	0 - 10	\$0 - \$7,590	0.00	\$0.00
Hearings and other non-filed communications with the Court	203	0 - 10	\$0 - \$7,590	0.00	\$0.00
Communications with Claimholders	204	0 - 10	\$0 - \$7,590	0.00	\$0.00
Communications with the Commonwealth, its Instrumentalities or Representatives of the Commonwealth or its Instrumentalities	205	0 - 10	\$0 - \$7,590	0.00	\$0.00
Documents Filed on Behalf of the Board	206	0 - 10	\$0 - \$7,590	2.10	\$1,593.90
Non-Board Court Filings	207	0 - 10	\$0 - \$7,590	0.00	\$0.00
Stay Matters	208	0 - 10	\$0 - \$7,590	0.00	\$0.00
Adversary Proceeding	209	0 - 10	\$0 - \$7,590	0.00	\$0.00
Analysis and Strategy	210	0 - 10	\$0 - \$7,590	0.00	\$0.00
Non-Working Travel Time	211	0 - 10	\$0 - \$7,590	0.00	\$0.00
General Administration	212	0 - 10	\$0 - \$7,590	0.00	\$0.00
Labor, Pension Matters	213	0 - 10	\$0 - \$7,590	0.00	\$0.00
Legal/ Regulatory Matters	214	0 - 10	\$0 - \$7,590	0.00	\$0.00
Plan of Adjustment and Disclosure Statement	215	0 - 10	\$0 - \$7,590	0.00	\$0.00

PROJECT CATEGORY	TASK CODE	DECEMBER 1 – DECEMBER 9		DECEMBER 1 – DECEMBER 9	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – PREC (33260/054 and 33260/954)					
Confirmation	216	0 - 10	\$0 - \$7,590	0.00	\$0.00
Tax	217	0 - 10	\$0 - \$7,590	0.00	\$0.00
Employment and Fee Applications	218	0 - 10	\$0 - \$7,590	0.00	\$0.00
Appeal	219	0 - 10	\$0 - \$7,590	0.00	\$0.00
TOTALS		0 – 190	\$0 - \$144,210	2.10	\$1,593.90

PROJECT CATEGORY	TASK CODE	DECEMBER 1 – DECEMBER 9		DECEMBER 1 – DECEMBER 9	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA –UTIER CBA (33260/056 and 33260/956)					
Tasks Relating to the Board, its Members, its Staff, its Advisors or its Consultants	201	0 – 10	\$0 – \$7,590	0.00	\$0.00
Legal Research	202	0 – 10	\$0 – \$7,590	0.00	\$0.00
Hearings and other non-filed communications with the Court	203	0 – 10	\$0 – \$7,590	0.00	\$0.00
Communications with Claimholders	204	0 – 10	\$0 – \$7,590	0.00	\$0.00
Communications with the Commonwealth, its Instrumentalities or Representatives of the Commonwealth or its Instrumentalities	205	0 – 10	\$0 – \$7,590	0.40	\$303.60
Documents Filed on Behalf of the Board	206	0 – 10	\$0 – \$7,590	10.80	\$8,197.20
Non-Board Court Filings	207	0 – 10	\$0 – \$7,590	0.00	\$0.00
Stay Matters	208	0 – 10	\$0 – \$7,590	0.00	\$0.00
Adversary Proceeding	209	0 – 10	\$0 – \$7,590	0.00	\$0.00
Analysis and Strategy	210	0 – 10	\$0 – \$7,590	0.10	\$75.90
Non-Working Travel Time	211	0 – 10	\$0 – \$7,590	0.00	\$0.00
General Administration	212	0 – 10	\$0 – \$7,590	0.00	\$0.00
Labor, Pension Matters	213	0 – 10	\$0 – \$7,590	0.00	\$0.00
Legal/ Regulatory Matters	214	0 – 10	\$0 – \$7,590	0.00	\$0.00
Plan of Adjustment and Disclosure Statement	215	0 – 10	\$0 – \$7,590	0.00	\$0.00

PROJECT CATEGORY	TASK CODE	DECEMBER 1 – DECEMBER 9		DECEMBER 1 – DECEMBER 9	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA –UTIER CBA (33260/056 and 33260/956)					
Confirmation	216	0 – 10	\$0 – \$7,590	0.00	\$0.00
Tax	217	0 – 10	\$0 – \$7,590	0.00	\$0.00
Employment and Fee Applications	218	0 – 10	\$0 – \$7,590	0.00	\$0.00
Appeal	219	0 - 10	\$0 – \$7,590	0.00	\$0.00
TOTALS		0 – 190	\$0 - \$144,210	11.30	\$8,576.70

PROJECT CATEGORY	TASK CODE	DECEMBER 1 – DECEMBER 9		DECEMBER 1 – DECEMBER 9	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – RECEIVER MOTIONS (33260/058 and 33260/958)					
Tasks Relating to the Board, its Members, its Staff, its Advisors or its Consultants	201	0 – 10	\$0 – \$7,590	4.00	\$3,036.00
Legal Research	202	0 – 10	\$0 – \$7,590	9.90	\$7,514.10
Hearings and other non-filed communications with the Court	203	0 – 10	\$0 – \$7,590	0.00	\$0.00
Communications with Claimholders	204	0 – 10	\$0 – \$7,590	11.20	\$7,702.40
Communications with the Commonwealth, its Instrumentalities or Representatives of the Commonwealth or its Instrumentalities	205	0 – 10	\$0 – \$7,590	2.80	\$2,025.40
Documents Filed on Behalf of the Board	206	20 – 40	\$15,180 – \$30,360	24.30	\$15,300.00
Non-Board Court Filings	207	0 – 10	\$0 – \$7,590	1.20	\$910.80
Stay Matters	208	0 – 10	\$0 – \$7,590	0.00	\$0.00
Adversary Proceeding	209	0 – 10	\$0 – \$7,590	0.00	\$0.00
Analysis and Strategy	210	20 – 40	\$15,180 – \$30,360	37.00	\$27,434.30
Non-Working Travel Time	211	0 – 10	\$0 – \$7,590	0.00	\$0.00
General Administration	212	0 – 10	\$0 – \$7,590	4.60	\$1,196.00
Labor, Pension Matters	213	0 – 10	\$0 – \$7,590	0.00	\$0.00
Legal/ Regulatory Matters	214	0 – 10	\$0 – \$7,590	0.00	\$0.00

PROJECT CATEGORY	TASK CODE	DECEMBER 1 – DECEMBER 9		DECEMBER 1 – DECEMBER 9	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – RECEIVER MOTIONS (33260/058 and 33260/958)					
Plan of Adjustment and Disclosure Statement	215	0 – 10	\$0 – \$7,590	0.00	\$0.00
Confirmation	216	0 – 10	\$0 – \$7,590	0.00	\$0.00
Tax	217	0 – 10	\$0 – \$7,590	0.00	\$0.00
Employment and Fee Applications	218	0 – 10	\$0 – \$7,590	0.00	\$0.00
Appeal	219	0 – 10	\$0 – \$7,590	0.00	\$0.00
TOTALS		40 – 250	\$30,360 - \$189,750	95.00	\$65,119.00

PROJECT CATEGORY	TASK CODE	DECEMBER 1 – DECEMBER 9		DECEMBER 1 – DECEMBER 9	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – MISCELLANEOUS (33260/059 and 33260/959)					
Tasks Relating to the Board, its Members, its Staff, its Advisors or its Consultants	201	0 – 10	\$0 - \$7,590	0.00	\$0.00
Legal Research	202	0 – 10	\$0 - \$7,590	0.00	\$0.00
Hearings and other non-filed communications with the Court	203	0 – 10	\$0 - \$7,590	0.00	\$0.00
Communications with Claimholders	204	0 – 10	\$0 - \$7,590	0.00	\$0.00
Communications with the Commonwealth, its Instrumentalities or Representatives of the Commonwealth or its Instrumentalities	205	0 – 10	\$0 - \$7,590	0.00	\$0.00
Documents Filed on Behalf of the Board	206	0 – 10	\$0 - \$7,590	0.00	\$0.00
Non-Board Court Filings	207	0 – 10	\$0 - \$7,590	0.00	\$0.00
Stay Matters	208	0 – 10	\$0 - \$7,590	1.10	\$834.90
Adversary Proceeding	209	0 – 10	\$0 - \$7,590	0.00	\$0.00
Analysis and Strategy	210	0 – 10	\$0 - \$7,590	0.00	\$0.00
Non-Working Travel Time	211	0 – 10	\$0 - \$7,590	0.00	\$0.00
General Administration	212	0 – 10	\$0 - \$7,590	0.00	\$0.00
Labor, Pension Matters	213	0 – 10	\$0 - \$7,590	0.00	\$0.00
Legal/ Regulatory Matters	214	0 – 10	\$0 - \$7,590	0.00	\$0.00
Plan of Adjustment and Disclosure Statement	215	0 – 10	\$0 - \$7,590	0.00	\$0.00

PROJECT CATEGORY	TASK CODE	DECEMBER 1 – DECEMBER 9		DECEMBER 1 – DECEMBER 9	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – MISCELLANEOUS (33260/059 and 33260/959)					
Confirmation	216	0 – 10	\$0 - \$7,590	0.00	\$0.00
Tax	217	0 – 10	\$0 - \$7,590	0.00	\$0.00
Employment and Fee Applications	218	0 – 10	\$0 - \$7,590	0.00	\$0.00
Appeal	219	0 – 10	\$0 - \$7,590	0.00	\$0.00
TOTALS		0 – 190	\$0 - \$144,210	1.10	\$834.90

Exhibit D-4

Budget Plan for the Period of December 10, 2018 through December 31, 2018¹

¹ Budgets are only provided for matters Proskauer actually billed time to in a given month. If no time was billed to a given matter during the month, no monthly budget has been provided for that matter.

PROJECT CATEGORY	TASK CODE	DECEMBER 10 – DECEMBER 31		DECEMBER 10 – DECEMBER 31	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – GENERAL (33260/022)					
Tasks Relating to the Board, its Members, its Staff, its Advisors or its Consultants	201	10 - 20	\$7,590 - \$15,180	14.90	\$11,309.10
Legal Research	202	20 - 40	\$15,180 - \$30,360	23.90	\$9,707.00
Hearings and other non-filed communications with the Court	203	0 - 10	\$0 - \$7,590	0.00	\$0.00
Communications with Claimholders	204	0 - 10	\$0 - \$7,590	10.40	\$7,893.60
Communications with the Commonwealth, its Instrumentalities or Representatives of the Commonwealth or its Instrumentalities	205	20 - 60	\$15,180 - \$45,540	50.20	\$37,253.50
Documents Filed on Behalf of the Board	206	0 - 10	\$0 - \$7,590	0.00	\$0.00
Non-Board Court Filings	207	0 - 10	\$0 - \$7,590	0.00	\$0.00
Stay Matters	208	0 - 10	\$0 - \$7,590	0.00	\$0.00
Adversary Proceeding	209	0 - 10	\$0 - \$7,590	0.00	\$0.00
Analysis and Strategy	210	20 - 60	\$15,180 - \$45,540	48.20	\$33,440.10
Non-Working Travel Time	211	0 - 10	\$0 - \$7,590	2.70	\$2,049.30
General Administration	212	0 - 10	\$0 - \$7,590	1.10	\$286.00
Labor, Pension Matters	213	0 - 10	\$0 - \$7,590	0.00	\$0.00
Legal/ Regulatory Matters	214	0 - 10	\$0 - \$7,590	0.00	\$0.00

PROJECT CATEGORY	TASK CODE	DECEMBER 10 – DECEMBER 31		DECEMBER 10 – DECEMBER 31	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – GENERAL (33260/022)					
Plan of Adjustment and Disclosure Statement	215	0 - 10	\$0 - \$7,590	0.00	\$0.00
Confirmation	216	0 - 10	\$0 - \$7,590	0.00	\$0.00
Tax	217	0 - 10	\$0 - \$7,590	6.10	\$4,629.90
Employment and Fee Applications	218	0 - 10	\$0 - \$7,590	0.60	\$156.00
Appeal	219	0 - 10	\$0 - \$7,590	0.00	\$0.00
Fee Applications for Other Parties	220	0 - 10	\$0 - \$7,590	0.00	\$0.00
TOTALS		70 - 340	\$53,130 - \$258,060	158.10	\$106,724.50

PROJECT CATEGORY	TASK CODE	DECEMBER 10 – DECEMBER 31		DECEMBER 10 – DECEMBER 31	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – FINANCING MOTION (33260/032)					
Tasks Relating to the Board, its Members, its Staff, its Advisors or its Consultants	201	0 – 10	\$0 – \$7,590	0.00	\$0.00
Legal Research	202	0 – 10	\$0 – \$7,590	0.00	\$0.00
Hearings and other non-filed communications with the Court	203	0 – 10	\$0 – \$7,590	0.00	\$0.00
Communications with Claimholders	204	0 – 10	\$0 – \$7,590	0.00	\$0.00
Communications with the Commonwealth, its Instrumentalities or Representatives of the Commonwealth or its Instrumentalities	205	0 – 10	\$0 – \$7,590	0.00	\$0.00
Documents Filed on Behalf of the Board	206	0 – 10	\$0 – \$7,590	0.00	\$0.00
Non-Board Court Filings	207	0 – 10	\$0 – \$7,590	0.00	\$0.00
Stay Matters	208	0 – 10	\$0 – \$7,590	0.00	\$0.00
Adversary Proceeding	209	0 – 10	\$0 – \$7,590	0.00	\$0.00
Analysis and Strategy	210	0 – 10	\$0 – \$7,590	0.50	\$379.50
Non-Working Travel Time	211	0 – 10	\$0 – \$7,590	0.00	\$0.00
General Administration	212	0 – 10	\$0 – \$7,590	0.00	\$0.00
Labor, Pension Matters	213	0 – 10	\$0 – \$7,590	0.00	\$0.00
Legal/ Regulatory Matters	214	0 – 10	\$0 – \$7,590	0.00	\$0.00
Plan of Adjustment and Disclosure Statement	215	0 – 10	\$0 – \$7,590	0.00	\$0.00

PROJECT CATEGORY	TASK CODE	DECEMBER 10 – DECEMBER 31		DECEMBER 10 – DECEMBER 31	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – FINANCING MOTION (33260/032)					
Confirmation	216	0 – 10	\$0 – \$7,590	0.00	\$0.00
Tax	217	0 – 10	\$0 – \$7,590	0.00	\$0.00
Employment and Fee Applications	218	0 – 10	\$0 – \$7,590	0.00	\$0.00
Appeal	219	0 – 10	\$0 – \$7,590	0.00	\$0.00
TOTALS		0 – 190	\$0 - \$144,210	0.50	\$379.50

PROJECT CATEGORY	TASK CODE	DECEMBER 10 – DECEMBER 31		DECEMBER 10 – DECEMBER 31	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA –UTIER CBA (33260/056)					
Tasks Relating to the Board, its Members, its Staff, its Advisors or its Consultants	201	0 – 10	\$0 – \$7,590	0.00	\$0.00
Legal Research	202	0 – 10	\$0 – \$7,590	0.00	\$0.00
Hearings and other non-filed communications with the Court	203	0 – 10	\$0 – \$7,590	0.00	\$0.00
Communications with Claimholders	204	0 – 10	\$0 – \$7,590	5.30	\$4,022.70
Communications with the Commonwealth, its Instrumentalities or Representatives of the Commonwealth or its Instrumentalities	205	0 – 10	\$0 – \$7,590	0.50	\$379.50
Documents Filed on Behalf of the Board	206	10 – 20	\$7,590 – \$15,180	13.60	\$10,322.40
Non-Board Court Filings	207	0 – 10	\$0 – \$7,590	0.20	\$151.80
Stay Matters	208	0 – 10	\$0 – \$7,590	0.00	\$0.00
Adversary Proceeding	209	0 – 10	\$0 – \$7,590	0.00	\$0.00
Analysis and Strategy	210	0 – 10	\$0 – \$7,590	3.70	\$2,808.30
Non-Working Travel Time	211	0 – 10	\$0 – \$7,590	0.00	\$0.00
General Administration	212	0 – 10	\$0 – \$7,590	0.00	\$0.00
Labor, Pension Matters	213	0 – 10	\$0 – \$7,590	0.00	\$0.00
Legal/ Regulatory Matters	214	0 – 10	\$0 – \$7,590	0.00	\$0.00
Plan of Adjustment and Disclosure Statement	215	0 – 10	\$0 – \$7,590	0.00	\$0.00

PROJECT CATEGORY	TASK CODE	DECEMBER 10 – DECEMBER 31		DECEMBER 10 – DECEMBER 31	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA –UTIER CBA (33260/056)					
Confirmation	216	0 – 10	\$0 – \$7,590	0.00	\$0.00
Tax	217	0 – 10	\$0 – \$7,590	0.00	\$0.00
Employment and Fee Applications	218	0 – 10	\$0 – \$7,590	0.00	\$0.00
Appeal	219	0 – 10	\$0 – \$7,590	0.00	\$0.00
TOTALS		10 – 200	\$7,590 - \$151,800	23.30	\$17,684.70

PROJECT CATEGORY	TASK CODE	DECEMBER 10 – DECEMBER 31		DECEMBER 10 – DECEMBER 31	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – RECEIVER MOTIONS (33260/058)					
Tasks Relating to the Board, its Members, its Staff, its Advisors or its Consultants	201	0 – 10	\$0 – \$7,590	8.60	\$6,527.40
Legal Research	202	20 – 40	\$15,180 – \$30,360	25.00	\$18,975.00
Hearings and other non-filed communications with the Court	203	0 – 10	\$0 – \$7,590	0.00	\$0.00
Communications with Claimholders	204	20 – 40	\$15,180 – \$30,360	26.70	\$20,265.30
Communications with the Commonwealth, its Instrumentalities or Representatives of the Commonwealth or its Instrumentalities	205	10 – 20	\$7,590 – \$15,180	15.00	\$10,736.30
Documents Filed on Behalf of the Board	206	20 – 60	\$15,180 – \$45,540	54.20	\$33,503.10
Non-Board Court Filings	207	0 – 10	\$0 – \$7,590	3.80	\$2,884.20
Stay Matters	208	0 – 10	\$0 – \$7,590	0.00	\$0.00
Adversary Proceeding	209	0 – 10	\$0 – \$7,590	0.00	\$0.00
Analysis and Strategy	210	150 – 200	\$113,850 – \$151,800	190.10	\$120,234.10
Non-Working Travel Time	211	0 – 10	\$0 – \$7,590	0.00	\$0.00
General Administration	212	20 – 40	\$15,180 – \$30,360	31.00	\$8,060.00
Labor, Pension Matters	213	0 – 10	\$0 – \$7,590	0.00	\$0.00
Legal/ Regulatory Matters	214	0 – 10	\$0 – \$7,590	0.00	\$0.00

PROJECT CATEGORY	TASK CODE	DECEMBER 10 – DECEMBER 31		DECEMBER 10 – DECEMBER 31	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – RECEIVER MOTIONS (33260/058)					
Plan of Adjustment and Disclosure Statement	215	0 – 10	\$0 – \$7,590	0.00	\$0.00
Confirmation	216	0 – 10	\$0 – \$7,590	0.00	\$0.00
Tax	217	0 – 10	\$0 – \$7,590	0.00	\$0.00
Employment and Fee Applications	218	0 – 10	\$0 – \$7,590	0.00	\$0.00
Appeal	219	0 – 10	\$0 – \$7,590	0.00	\$0.00
TOTALS		240 – 540	\$182,160- \$409,860	354.40	\$221,185.40

Exhibit D-5

Budget Plan for the Period of January 1, 2019 through January 31, 2019¹

¹ Budgets are only provided for matters Proskauer actually billed time to in a given month. If no time was billed to a given matter during the month, no monthly budget has been provided for that matter.

PROJECT CATEGORY	TASK CODE	JANUARY		JANUARY	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – GENERAL (33260/022)					
Tasks Relating to the Board, its Members, its Staff, its Advisors or its Consultants	201	20 - 40	\$15,780 - \$31,560	43.10	\$34,005.90
Legal Research	202	0 - 10	\$0 - \$7,890	7.00	\$2,045.70
Hearings and other non-filed communications with the Court	203	0 - 10	\$0 - \$7,890	0.00	\$0.00
Communications with Claimholders	204	0 - 10	\$0 - \$7,890	4.10	\$3,234.90
Communications with the Commonwealth, its Instrumentalities or Representatives of the Commonwealth or its Instrumentalities	205	10 - 20	\$7,890 - \$15,780	14.50	\$11,440.50
Documents Filed on Behalf of the Board	206	0 - 10	\$0 - \$7,890	7.30	\$5,759.70
Non-Board Court Filings	207	0 - 10	\$0 - \$7,890	0.00	\$0.00
Stay Matters	208	0 - 10	\$0 - \$7,890	0.00	\$0.00
Adversary Proceeding	209	0 - 10	\$0 - \$7,890	0.00	\$0.00
Analysis and Strategy	210	60 - 100	\$47,340 - \$78,900	89.40	\$70,277.10
Non-Working Travel Time	211	0 - 10	\$0 - \$7,890	0.00	\$0.00
General Administration	212	0 - 10	\$0 - \$7,890	0.00	\$0.00
Labor, Pension Matters	213	0 - 10	\$0 - \$7,890	0.00	\$0.00

PROJECT CATEGORY	TASK CODE	JANUARY		JANUARY	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – GENERAL (33260/022)					
Legal/ Regulatory Matters	214	0 - 10	\$0 - \$7,890	0.00	\$0.00
Plan of Adjustment and Disclosure Statement	215	0 - 10	\$0 - \$7,890	0.00	\$0.00
Confirmation	216	0 - 10	\$0 - \$7,890	0.00	\$0.00
Tax	217	0 - 10	\$0 - \$7,890	0.00	\$0.00
Employment and Fee Applications	218	0 - 10	\$0 - \$7,890	10.20	\$2,754.00
Appeal	219	0 - 10	\$0 - \$7,890	0.00	\$0.00
Fee Applications for Other Parties	220	0 - 10	\$0 - \$7,890	0.00	\$0.00
TOTALS		90 - 330	\$71,010 - \$260,370	175.60	\$129,517.80

PROJECT CATEGORY	TASK CODE	JANUARY		JANUARY	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – PREC (33260/054)					
Tasks Relating to the Board, its Members, its Staff, its Advisors or its Consultants	201	0 - 10	\$0 - \$7,890	4.30	\$3,392.70
Legal Research	202	0 - 10	\$0 - \$7,890	0.00	\$0.00
Hearings and other non-filed communications with the Court	203	0 - 10	\$0 - \$7,890	0.00	\$0.00
Communications with Claimholders	204	0 - 10	\$0 - \$7,890	0.20	\$157.80
Communications with the Commonwealth, its Instrumentalities or Representatives of the Commonwealth or its Instrumentalities	205	0 - 10	\$0 - \$7,890	1.20	\$946.80
Documents Filed on Behalf of the Board	206	0 - 10	\$0 - \$7,890	1.30	\$1,025.70
Non-Board Court Filings	207	0 - 10	\$0 - \$7,890	0.20	\$157.80
Stay Matters	208	0 - 10	\$0 - \$7,890	0.00	\$0.00
Adversary Proceeding	209	0 - 10	\$0 - \$7,890	0.00	\$0.00
Analysis and Strategy	210	0 - 10	\$0 - \$7,890	0.80	\$631.20
Non-Working Travel Time	211	0 - 10	\$0 - \$7,890	0.00	\$0.00
General Administration	212	0 - 10	\$0 - \$7,890	0.00	\$0.00
Labor, Pension Matters	213	0 - 10	\$0 - \$7,890	0.00	\$0.00
Legal/ Regulatory Matters	214	0 - 10	\$0 - \$7,890	0.00	\$0.00
Plan of Adjustment and Disclosure Statement	215	0 - 10	\$0 - \$7,890	0.00	\$0.00

PROJECT CATEGORY	TASK CODE	JANUARY		JANUARY	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – PREC (33260/054)					
Confirmation	216	0 - 10	\$0 - \$7,890	0.00	\$0.00
Tax	217	0 - 10	\$0 - \$7,890	0.00	\$0.00
Employment and Fee Applications	218	0 - 10	\$0 - \$7,890	0.00	\$0.00
Appeal	219	0 - 10	\$0 - \$7,890	0.00	\$0.00
TOTALS		0 – 190	\$0 - \$149,910	8.00	\$6,312.00

PROJECT CATEGORY	TASK CODE	JANUARY		JANUARY	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA –UTIER CBA (33260/056)					
Tasks Relating to the Board, its Members, its Staff, its Advisors or its Consultants	201	0 - 10	\$0 - \$7,890	0.50	\$394.50
Legal Research	202	0 - 10	\$0 - \$7,890	0.00	\$0.00
Hearings and other non-filed communications with the Court	203	0 - 10	\$0 - \$7,890	0.00	\$0.00
Communications with Claimholders	204	0 - 10	\$0 - \$7,890	1.00	\$789.00
Communications with the Commonwealth, its Instrumentalities or Representatives of the Commonwealth or its Instrumentalities	205	0 - 10	\$0 - \$7,890	5.90	\$4,655.10
Documents Filed on Behalf of the Board	206	0 - 10	\$0 - \$7,890	0.60	\$473.40
Non-Board Court Filings	207	0 - 10	\$0 - \$7,890	1.20	\$946.80
Stay Matters	208	0 - 10	\$0 - \$7,890	0.00	\$0.00
Adversary Proceeding	209	0 - 10	\$0 - \$7,890	0.00	\$0.00
Analysis and Strategy	210	0 - 10	\$0 - \$7,890	7.60	\$5,996.40
Non-Working Travel Time	211	0 - 10	\$0 - \$7,890	0.00	\$0.00
General Administration	212	0 - 10	\$0 - \$7,890	1.40	\$378.00
Labor, Pension Matters	213	0 - 10	\$0 - \$7,890	0.00	\$0.00
Legal/ Regulatory Matters	214	0 - 10	\$0 - \$7,890	0.00	\$0.00
Plan of Adjustment and Disclosure Statement	215	0 - 10	\$0 - \$7,890	0.00	\$0.00

PROJECT CATEGORY	TASK CODE	JANUARY		JANUARY	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA –UTIER CBA (33260/056)					
Confirmation	216	0 - 10	\$0 - \$7,890	0.00	\$0.00
Tax	217	0 - 10	\$0 - \$7,890	0.00	\$0.00
Employment and Fee Applications	218	0 - 10	\$0 - \$7,890	0.00	\$0.00
Appeal	219	0 - 10	\$0 - \$7,890	0.00	\$0.00
TOTALS		0 – 190	\$0 - \$149,910	18.20	\$13,633.20

PROJECT CATEGORY	TASK CODE	JANUARY		JANUARY	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA –RULE 2004 (33260/057)					
Tasks Relating to the Board, its Members, its Staff, its Advisors or its Consultants	201	0 - 10	\$0 - \$7,890	0.80	\$631.20
Legal Research	202	0 - 10	\$0 - \$7,890	0.00	\$0.00
Hearings and other non-filed communications with the Court	203	0 - 10	\$0 - \$7,890	0.00	\$0.00
Communications with Claimholders	204	0 - 10	\$0 - \$7,890	0.00	\$0.00
Communications with the Commonwealth, its Instrumentalities or Representatives of the Commonwealth or its Instrumentalities	205	0 - 10	\$0 - \$7,890	0.00	\$0.00
Documents Filed on Behalf of the Board	206	0 - 10	\$0 - \$7,890	0.00	\$0.00
Non-Board Court Filings	207	0 - 10	\$0 - \$7,890	0.00	\$0.00
Stay Matters	208	0 - 10	\$0 - \$7,890	0.00	\$0.00
Adversary Proceeding	209	0 - 10	\$0 - \$7,890	0.00	\$0.00
Analysis and Strategy	210	0 - 10	\$0 - \$7,890	6.50	\$5,128.50
Non-Working Travel Time	211	0 - 10	\$0 - \$7,890	0.00	\$0.00
General Administration	212	0 - 10	\$0 - \$7,890	0.00	\$0.00
Labor, Pension Matters	213	0 - 10	\$0 - \$7,890	0.00	\$0.00
Legal/ Regulatory Matters	214	0 - 10	\$0 - \$7,890	0.00	\$0.00
Plan of Adjustment and Disclosure Statement	215	0 - 10	\$0 - \$7,890	0.00	\$0.00

PROJECT CATEGORY	TASK CODE	JANUARY		JANUARY	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA –RULE 2004 (33260/057)					
Confirmation	216	0 - 10	\$0 - \$7,890	0.00	\$0.00
Tax	217	0 - 10	\$0 - \$7,890	0.00	\$0.00
Employment and Fee Applications	218	0 - 10	\$0 - \$7,890	0.00	\$0.00
Appeal	219	0 - 10	\$0 - \$7,890	0.00	\$0.00
TOTALS		0 – 190	\$0 - \$149,910	7.30	\$5,759.70

PROJECT CATEGORY	TASK CODE	JANUARY		JANUARY	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – RECEIVER MOTIONS (33260/058)					
Tasks Relating to the Board, its Members, its Staff, its Advisors or its Consultants	201	20 - 40	\$15,780 - \$31,560	21.80	\$17,200.20
Legal Research	202	20 - 40	\$15,780 - \$31,560	25.30	\$17,366.70
Hearings and other non-filed communications with the Court	203	0 - 10	\$0 - \$7,890	0.00	\$0.00
Communications with Claimholders	204	40 - 60	\$31,560 - \$47,340	52.50	\$40,436.40
Communications with the Commonwealth, its Instrumentalities or Representatives of the Commonwealth or its Instrumentalities	205	20 - 40	\$15,780 - \$31,560	34.60	\$26,728.50
Documents Filed on Behalf of the Board	206	350 - 400	\$276,150 - \$315,600	369.70	\$282,455.10
Non-Board Court Filings	207	0 - 10	\$0 - \$7,890	1.40	\$1,104.60
Stay Matters	208	0 - 10	\$0 - \$7,890	1.00	\$789.00
Adversary Proceeding	209	0 - 10	\$0 - \$7,890	0.00	\$0.00
Analysis and Strategy	210	250 - 300	\$197,250 - \$235,700	281.00	\$201,312.30
Non-Working Travel Time	211	0 - 10	\$0 - \$7,890	0.00	\$0.00
General Administration	212	40 - 60	\$31,560 - \$47,340	59.40	\$16,206.00
Labor, Pension Matters	213	0 - 10	\$0 - \$7,890	0.00	\$0.00
Legal/ Regulatory Matters	214	0 - 10	\$0 - \$7,890	0.00	\$0.00

PROJECT CATEGORY	TASK CODE	JANUARY		JANUARY	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – RECEIVER MOTIONS (33260/058)					
Plan of Adjustment and Disclosure Statement	215	0 - 10	\$0 - \$7,890	0.00	\$0.00
Confirmation	216	0 - 10	\$0 - \$7,890	0.00	\$0.00
Tax	217	0 - 10	\$0 - \$7,890	0.00	\$0.00
Employment and Fee Applications	218	0 - 10	\$0 - \$7,890	0.00	\$0.00
Appeal	219	0 - 10	\$0 - \$7,890	0.00	\$0.00
TOTALS		740 – 1,060	\$583,860 - \$836,340	846.70	\$603,598.80

PROJECT CATEGORY	TASK CODE	JANUARY		JANUARY	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – MISCELLANEOUS (33260/059)					
Tasks Relating to the Board, its Members, its Staff, its Advisors or its Consultants	201	0 - 10	\$0 - \$7,890	0.60	\$473.40
Legal Research	202	0 - 10	\$0 - \$7,890	0.00	\$0.00
Hearings and other non-filed communications with the Court	203	0 - 10	\$0 - \$7,890	0.00	\$0.00
Communications with Claimholders	204	0 - 10	\$0 - \$7,890	0.40	\$315.60
Communications with the Commonwealth, its Instrumentalities or Representatives of the Commonwealth or its Instrumentalities	205	0 - 10	\$0 - \$7,890	0.00	\$0.00
Documents Filed on Behalf of the Board	206	0 - 10	\$0 - \$7,890	0.00	\$0.00
Non-Board Court Filings	207	0 - 10	\$0 - \$7,890	0.70	\$552.30
Stay Matters	208	0 - 10	\$0 - \$7,890	0.70	\$552.30
Adversary Proceeding	209	0 - 10	\$0 - \$7,890	0.00	\$0.00
Analysis and Strategy	210	0 - 10	\$0 - \$7,890	1.10	\$867.90
Non-Working Travel Time	211	0 - 10	\$0 - \$7,890	0.00	\$0.00
General Administration	212	0 - 10	\$0 - \$7,890	0.60	\$162.00
Labor, Pension Matters	213	0 - 10	\$0 - \$7,890	0.00	\$0.00
Legal/ Regulatory Matters	214	0 - 10	\$0 - \$7,890	0.00	\$0.00
Plan of Adjustment and Disclosure Statement	215	0 - 10	\$0 - \$7,890	0.00	\$0.00

PROJECT CATEGORY	TASK CODE	JANUARY		JANUARY	
		EST. HOURS	EST. FEES	HOURS BILLED	FEES SOUGHT
PREPA – MISCELLANEOUS (33260/059)					
Confirmation	216	0 - 10	\$0 - \$7,890	0.00	\$0.00
Tax	217	0 - 10	\$0 - \$7,890	0.00	\$0.00
Employment and Fee Applications	218	0 - 10	\$0 - \$7,890	0.00	\$0.00
Appeal	219	0 - 10	\$0 - \$7,890	0.00	\$0.00
TOTALS		0 – 190	\$0 - \$149,910	4.10	\$2,923.50

Exhibit D-6

Staffing Plan for the Compensation Period

Staffing Plan for the Compensation Period

Category of Timekeeper²	Number of Timekeepers Expected to Work on The Matter During the Budget Period³	Average Hourly Rate⁴
Partners	20	\$759/\$789
Senior Counsel	2	\$759/\$789
E-Discovery Attorney	1	\$390
Associates	15	\$759/\$789
Law Clerks	2	\$260/\$270
Paraprofessionals	15	\$260/\$270

² Attorney Practice Groups: BSGR&B; Labor & Employment; Litigation; Corporate; and Tax.

³ The chart reflects Proskauer's staffing plan for the designated period based on currently foreseeable activities. Actual staffing needs, including additional attorneys, may vary materially based on actual facts and circumstances arising in the designated period, including as a result of currently unanticipated disputes. The staffing plan currently includes attorneys from the Business Solutions, Governance, Restructuring & Bankruptcy Group; Labor & Employment; Litigation; Corporate, and Tax practice groups. The expertise of attorneys from other specialized areas is likely to be required during the course of these PROMESA Title III cases.

⁴ In the ordinary course of business, the standard hourly billing rates for Proskauer professionals and paraprofessionals are adjusted annually as of the commencement of the firm's fiscal year on November 1 to reflect economic and other conditions and apply to matters in and out of bankruptcy cases. Pursuant to the Appendix B Guidelines, "rate increases" "exclude annual 'step increases' historically awarded by the firm in the ordinary course to attorneys throughout the firm due to advancing seniority and promotion." Appendix B Guidelines ¶ B.2.d, n.2. Annual step increases are awarded by Proskauer in the ordinary course throughout the firm on May 1. Proskauer's November 25, 2016 engagement letter with the Oversight Board (a copy of which is available on the Oversight Board's website at <https://oversightboard.pr.gov/documents/>) (the "Engagement Letter") provides that Proskauer's rates are increased on January 1 (rather than on November 1) by the lower of the percentage rate increase announced as of November 1 and four percent. Because Proskauer's fees under the Engagement Letter are a blended rate (currently \$789 for attorneys, \$390 for e-discovery attorneys, and \$270 for all other professionals), no annual step increases will be applicable to the rates charged in this matter. Additionally as of January 1, 2019, with the client's knowledge and permission, Proskauer created a new rate class, e-Discovery Attorney, with the rate of \$390 per hour.